BrokerCheck Report

TD FINANCIAL PRODUCTS LLC

CRD# 154838

When communicating online or investing with any professional, make sure you know who you're dealing with. Imposters might link to sites like BrokerCheck from phishing or similar scam websites, or through social media, trying to steal your personal information or your money.

Please contact FINRA with any concerns.

About BrokerCheck®

BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**
- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.
- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.
- **Where did this information come from?**
- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
    - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
    - information that regulators report regarding disciplinary actions or allegations against firms or brokers.
- **How current is this information?**
- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.
- **What if I want to check the background of an investment adviser firm or investment adviser representative?**
- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at https://www.adviserinfo.sec.gov. In the alternative, you may search the IAPD website directly or contact your state securities regulator at http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414.
- **Are there other resources I can use to check the background of investment professionals?**
- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.
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Thank you for using FINRA BrokerCheck.

For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources. For more information about FINRA, visit www.finra.org.

TD FINANCIAL PRODUCTS LLC

CRD# 154838

SEC# 8-68677

Main Office Location

71 S. WACKER DRIVE
SUITE 550
CHICAGO, IL 60606
Regulated by FINRA Chicago Office

Mailing Address

71 S. WACKER DRIVE
SUITE 550
CHICAGO, IL 60606

Business Telephone Number

312-601-8643

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a limited liability company.

This firm was formed in Delaware on 07/21/2010.

Its fiscal year ends in October.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations

This firm is registered with:

- the SEC
- 1 Self-Regulatory Organization
- 51 U.S. states and territories

Is this brokerage firm currently suspended with any regulator? **No**

This firm conducts 6 types of businesses.

This firm is affiliated with financial or investment institutions.

This firm does not have referral or financial arrangements with other brokers or dealers.

Disclosure Events

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm? **No**

The number of disclosures from non-registered control affiliates is 14

Firm Profile

This firm is classified as a limited liability company.

This firm was formed in Delaware on 07/21/2010.

Its fiscal year ends in October.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

TD FINANCIAL PRODUCTS LLC

Doing business as TD FINANCIAL PRODUCTS LLC

CRD# 154838

SEC# 8-68677

Main Office Location

71 S. WACKER DRIVE
SUITE 550
CHICAGO, IL 60606

Regulated by FINRA Chicago Office

Mailing Address

71 S. WACKER DRIVE
SUITE 550
CHICAGO, IL 60606

Business Telephone Number

312-601-8643

Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any):	TORONTO DOMINION HOLDINGS (U.S.A.) INC.
Is this a domestic or foreign entity or an individual?	Domestic Entity
Position	OWNER
Position Start Date	07/2021
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	GIBSON, GLENN 5659024
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF EXECUTIVE OFFICER
Position Start Date	07/2021
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	JENKINS, CHRISTINE J 4911933
Is this a domestic or foreign entity or an individual?	Individual
Position	FINANCIAL & OPERATIONS PRINCIPAL
Position Start Date	08/2025

Direct Owners and Executive Officers (continued)

Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	No
Is this a public reporting company?	No

Legal Name & CRD# (if any):	MANNION, MARTIN
	4830837
Is this a domestic or foreign entity or an individual?	Individual
Position	CO-HEAD OF ELECTRONIC TRADING
Position Start Date	07/2021
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	ORTIZ, JORGE LUIS
	2725922
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF FINANCIAL OFFICER
Position Start Date	06/2024
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	No
Is this a public reporting company?	No

Legal Name & CRD# (if any):	PETROU, CHRISTINA A

Direct Owners and Executive Officers (continued)

	4007468
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF OPERATING OFFICER
Position Start Date	07/2021
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	SCHRAGER, MATTHEW
	6488305
Is this a domestic or foreign entity or an individual?	Individual
Position	CO-HEAD OF ELECTRONIC TRADING
Position Start Date	07/2021
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	SUNDRAM, JEFFREY JOSEPH RODRIGUES
	6191294
Is this a domestic or foreign entity or an individual?	Individual
Position	CHIEF COMPLIANCE OFFICER
Position Start Date	07/2021
Percentage of Ownership	Less than 5%

Firm Profile

Direct Owners and Executive Officers (continued)

Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

Legal Name & CRD# (if any):	TD GROUP US HOLDINGS LLC
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	TORONTO DOMINION HOLDINGS (U.S.A.) INC.
Relationship to Direct Owner	INDIRECT OWNER
Relationship Established	07/2021
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	THE TORONTO-DOMINION BANK
Is this a domestic or foreign entity or an individual?	Foreign Entity
Company through which indirect ownership is established	TD GROUP US HOLDINGS LLC
Relationship to Direct Owner	INDIRECT OWNER
Relationship Established	07/2021
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.

Firm Operations

Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is currently registered with the SEC, 1 SRO and 51 U.S. states and territories.

Federal Regulator	Status	Date Effective
SEC	Approved	02/28/2011

SEC Registration Questions

This firm is registered with the SEC as:

A broker-dealer: Yes

A broker-dealer and government securities broker or dealer: No

A government securities broker or dealer only: No

This firm has ceased activity as a government securities broker or dealer: No

Self-Regulatory Organization	Status	Date Effective
FINRA	Approved	02/28/2011

Firm Operations

Registrations (continued)

U.S. States & Territories	Status	Date Effective
Alabama	Approved	11/22/2017
Alaska	Approved	05/08/2019
Arizona	Approved	09/26/2016
Arkansas	Approved	05/06/2019
California	Approved	11/09/2015
Colorado	Approved	03/21/2016
Connecticut	Approved	11/16/2015
Delaware	Approved	08/25/2016
District of Columbia	Approved	05/02/2019
Florida	Approved	08/08/2016
Georgia	Approved	01/27/2017
Hawaii	Approved	05/02/2019
Idaho	Approved	04/24/2019
Illinois	Approved	11/05/2015
Indiana	Approved	01/20/2017
Iowa	Approved	04/23/2019
Kansas	Approved	05/21/2019
Kentucky	Approved	05/01/2019
Louisiana	Approved	04/29/2019
Maine	Approved	05/31/2019
Maryland	Approved	02/17/2016
Massachusetts	Approved	11/13/2015
Michigan	Approved	11/18/2015
Minnesota	Approved	11/23/2016
Mississippi	Approved	04/22/2019
Missouri	Approved	01/18/2017
Montana	Approved	05/07/2019
Nebraska	Approved	06/14/2019
Nevada	Approved	05/02/2019
New Hampshire	Approved	11/21/2017
New Jersey	Approved	02/04/2016
New Mexico	Approved	06/18/2019
New York	Approved	11/16/2015
North Carolina	Approved	11/09/2015
North Dakota	Approved	05/01/2019
Ohio	Approved	01/27/2016
Oklahoma	Approved	04/26/2019
Oregon	Approved	05/14/2019
Pennsylvania	Approved	03/07/2016
Rhode Island	Approved	08/23/2016
South Carolina	Approved	04/29/2019
South Dakota	Approved	04/23/2019
Tennessee	Approved	09/03/2025
Texas	Approved	01/13/2016
Utah	Approved	08/23/2016
Vermont	Approved	05/03/2019
Virginia	Approved	08/11/2016
Washington	Approved	09/12/2016
West Virginia	Approved	05/13/2019
Wisconsin	Approved	09/09/2016
Wyoming	Approved	05/21/2019

Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 6 types of businesses.

Types of Business
Broker or dealer making inter-dealer markets in corporation securities over-the-counter
Broker or dealer retailing corporate equity securities over-the-counter
Municipal securities dealer
Non-exchange member arranging for transactions in listed securities by exchange member
Trading securities for own account
Private placements of securities

Firm Operations

Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does not refer or introduce customers to other brokers and dealers.

Firm Operations

Industry Arrangements

This firm does have books or records maintained by a third party.

Name:	SMARSH
Business Address:	110 WILLIAM STREET #1804 NEW YORK, NY 10038
Effective Date:	04/10/2023
Description:	ELECTRONIC STORAGE MEDIA - THIRD PARTY WITH APPROPRIATE EXPERTISE.

Name:	SECURITIES INDUSTRY RECORDS SERVICES, LLC (SIRS)
Business Address:	1420 W 8700 SOUTH WEST JORDAN, UT 84088
Effective Date:	01/20/2023
Description:	ELECTRONIC STORAGE MEDIA - THIRD PARTY WITH APPROPRIATE EXPERTISE.

Name:	MICROSOFT CORPORATION (MICROSOFT 365)
Business Address:	1 MICROSOFT WAY REDMOND, WA 98052
Effective Date:	02/22/2022
Description:	ELECTRONIC STORAGE MEDIA - THIRD PARTY WITH APPROPRIATE EXPERTISE.

Name:	AMAZON WEB SERVICES (AMAZON GLACIER WITH VAULT LOCK)
Business Address:	410 TERRY AVENUE NORTH SEATTLE, WA 98109
Effective Date:	02/22/2022
Description:	ELECTRONIC STORAGE MEDIA - THIRD PARTY WITH APPROPRIATE EXPERTISE.

Name:	GLOBAL RELAY
Business Address:	286 MADISON AVENUE 7TH FLOOR NEW YORK, NY 10017
Effective Date:	02/22/2022

Firm Operations

Industry Arrangements (continued)

Description: ELECTRONIC STORAGE MEDIA - THIRD PARTY WITH APPROPRIATE EXPERTISE.

Name: PERSHING LLC

CRD #: 7560

Business Address: ONE PERSHING PLAZA
JERSEY CITY, NJ 07399

Effective Date: 12/24/2013

Description: TD SECURITIES AUTOMATED TRADING LLC (FKA HEADLANDS GLOBAL MARKETS, LLC) ENTERED INTO A FULLY DISCLOSED CLEARING AGREEMENT WITH PERSHING LLC.

This firm does have accounts, funds, or securities maintained by a third party.

Name: PERSHING LLC

CRD #: 7560

Business Address: ONE PERSHING PLACE
JERSEY CITY, NJ 07399

Effective Date: 12/24/2013

Description: TD SECURITIES AUTOMAED TRADING LLC (FKA HEADLANDS GLOBAL MARKETS, LLC) ENTERED INTO A FULLY DISCLOSED CLEARING AGREEMENT WITH PERSHING LLC.

This firm does not have customer accounts, funds, or securities maintained by a third party.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.

Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is, directly or indirectly:

- **in control of**
- **controlled by**
- **or under common control with**

the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.

COWEN EXECUTION SERVICES LIMITED is under common control with the firm.

Business Address:	1 SNOWDEN STREET LONDON, UK EC2A 2DQ
Effective Date:	03/01/2023
Foreign Entity:	Yes
Country:	UK
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND COWEN EXECUTION SERVICES LIMITED

WESTMINSTER RESEARCH ASSOCIATES LLC is under common control with the firm.

CRD #:	14508
Business Address:	22 VANDERBILT AVENUE 20TH FL NEW YORK, NY 10017
Effective Date:	03/01/2023
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND WESTMINISTER RESEARCH ASSOCIATES LLC.

Firm Operations

Organization Affiliates (continued)

COWEN FINANCIAL PRODUCTS LLC is under common control with the firm.

Business Address:	599 LEXINGTON AVENUE NEW YORK, NY 10022
Effective Date:	03/01/2023
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND COWEN FINANCIAL PRODUCTS LLC.

RAMIUS ADVISORS, LLC is under common control with the firm.

Business Address:	599 LEXINGTON AVENUE NEW YORK, NY 10022
Effective Date:	03/01/2023
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND COWEN INVESTMENT ADVISORS LLC.

TD ARRANGED SERVICES LLC is under common control with the firm.

CRD #:	122529
Business Address:	ONE VANDERBILT AVENUE 11TH FL NEW YORK, NY 10017
Effective Date:	03/01/2023
Foreign Entity:	No
Country:	
Securities Activities:	Yes

Firm Operations

Organization Affiliates (continued)

Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD ARRANGED SERVICES LLC.

EPOCH INVESTMENT PARTNERS, INC. is under common control with the firm.

CRD #:	131556
Business Address:	ONE VANDERBILT AVENUE NEW YORK, NY 10017
Effective Date:	07/01/2021
Foreign Entity:	No
Country:	
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	EPOCH INVESTMENT PARTNERS, INC. IS A DIRECT SUBSIDIARY OF TD BANK US HOLDING COMPANY AND AN INDIRECT SUBSIDIARY OF TD GROUP US HOLDINGS LLC WHICH IS AN INDIRECT OWNER OF THE APPLICANT.

TD PRIVATE CLIENT WEALTH LLC is under common control with the firm.

CRD #:	164484
Business Address:	ONE VANDERBILT AVENUE NEW YORK, NY 10017
Effective Date:	07/01/2021
Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD PRIVATE CLIENT WEALTH LLC.

TORONTO DOMINION AUSTRALIA LIMITED is under common control with the firm.

Firm Operations

Organization Affiliates (continued)

Business Address: L 24 9-13 CASTLEREAGH STREET
SYDNEY, AUSTRALIA NSW 2000

Effective Date: 07/01/2021

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: Yes

Investment Advisory Activities: No

Description: THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TORONTO DOMINION AUSTRALIA LIMITED.

TORONTO DOMINION (SOUTH EAST ASIA) LIMITED is under common control with the firm.

Business Address: 1 TEMASEK AVENUE
#15-02 MILLENIA TOWER
SINGAPORE, SINGAPORE 039192

Effective Date: 07/01/2021

Foreign Entity: Yes

Country: SINGAPORE

Securities Activities: Yes

Investment Advisory Activities: Yes

Description: TORONTO DOMINION (SOUTH EAST ASIA) LIMITED IS A LICENSED MERCHANT BANK AND WHOLLY OWNED SUBSIDIARY OF THE TORONTO-DOMINION BANK, AN INDIRECT OWNER OF THE APPLICANT.

TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC. is under common control with the firm.

Business Address: TD BANK TOWER
66 WELLINGTON STREET WEST
TORONTO, CANADA M5K 1A2

Effective Date: 07/01/2021

Foreign Entity: Yes

Country: CANADA

Securities Activities: Yes

Investment Advisory No

Firm Operations

Organization Affiliates (continued)

Activities:

Description: THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC.

TD GLOBAL FINANCE is under common control with the firm.

Business Address:	1 MOLESWORTH PL DUBLIN, IRELAND D02 K023
Effective Date:	07/01/2021
Foreign Entity:	Yes
Country:	IRELAND
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD GLOBAL FINANCE.

TD INVESTMENT SERVICES INC. is under common control with the firm.

Business Address:	66 WELLINGTON STREET WEST TD BANK TOWER TORONTO, CANADA M5J 2W4
Effective Date:	07/01/2021
Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD INVESTMENT SERVICES INC.

TD BANK EUROPE LIMITED is under common control with the firm.

Business Address:	60 THREADNEEDLE STREET LONDON, UNITED KINGDOM EC2R 8HP
Effective Date:	07/01/2021
Foreign Entity:	Yes

Firm Operations

Organization Affiliates (continued)

Country:	UNITED KINGDOM
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD BANK EUROPE LIMITED.

TD WATERHOUSE CANADA INC. is under common control with the firm.

Business Address:	TD BANK TOWER 66 WELLINGTON STREET WEST TORONTO, CANADA MSK 1A2
Effective Date:	07/01/2021
Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	Yes
Investment Advisory Activities:	No
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD WATERHOUSE CANADA INC.

TD ASSET MANAGEMENT INC. is under common control with the firm.

Business Address:	TD BANK TOWER 66 WELLINGTON STREET WEST TORONTO, CANADA MSK 1A2
Effective Date:	07/01/2021
Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD ASSET MANAGEMENT INC.

TD SECURITIES INC. is under common control with the firm.

Firm Operations

Organization Affiliates (continued)

Business Address: 66 WELLINGTON STREET WEST
TD BANK TOWER
TORONTO, CANADA M5J 2W4

Effective Date: 07/01/2021

Foreign Entity: Yes

Country: CANADA

Securities Activities: Yes

Investment Advisory Activities: No

Description: THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD SECURITIES INC.

TD SECURITIES (USA) LLC is under common control with the firm.

CRD #: 18476

Business Address: ONE VANDERBILT AVENUE
NEW YORK, NY 10017

Effective Date: 07/01/2021

Foreign Entity: No

Country:

Securities Activities: Yes

Investment Advisory Activities: No

Description: THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD SECURITIES (USA) LLC.

TD PRIME SERVICES LLC is under common control with the firm.

CRD #: 1914

Business Address: ONE VANDERBILT AVENUE
NEW YORK, NY 10017

Effective Date: 07/01/2021

Foreign Entity: No

Country:

Securities Activities: Yes

Firm Operations

Organization Affiliates (continued)

Investment Advisory Activities: No

Description: THE TORONTO-DOMINION BANK IS THE ULTIMATE PARENT OF BOTH THE APPLICANT AND TD PRIME SERVICES LLC.

This firm is directly or indirectly, controlled by the following:

- **bank holding company**
- **national bank**
- **state member bank of the Federal Reserve System**
- **state non-member bank**
- **savings bank or association**
- **credit union**
- **or foreign bank**

THE TORONTO-DOMINION BANK is a Foreign Bank and controls the firm.

Business Address: 55 KING STREET WEST
TORONTO, CANADA M5K 1A2

Effective Date: 07/01/2021

Description: THE TORONTO-DOMINION BANK IS AN INDIRECT OWNER OF THE APPLICANT AND IS A FOREIGN BANK AND A BANK HOLDING COMPANY.

Disclosure Events for Non-Registered Control Affiliates

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	13	0
Civil Event	0	1	0

Disclosure Event Details

Regulatory - Final

Disclosure 1 of 13

Reporting Source:	Firm
Affiliate:	THE TORONTO DOMINION BANK, LONDON BRANCH
Current Status:	Final
Allegations:	TORONTO DOMINION BREACHED PRINCIPLE 2 BY FAILING TO CONDUCT ITS BUSINESS WITH DUE SKILL, CAREAND DILIGENCE AND PRINCIPLE 3 BY FAILING TO TAKE REASONABLE CARE TO ORGANIZE AND CONTROL ITSAFFAIRS RESPONSIBLY AND EFFECTIVELY, WITH ADEQUATE RISK MANAGEMENT SYSTEMS. THE BREACHESARISE FROM SERIOUS FAILINGS IN THE SYSTEMS AND CONTROLS CONCERNING TRADING BOOK PRICING ANDMARKING WITH THE CREDIT PRODUCTS GROUP BUSINESS ("CPG") OF TORONTO DOMINION
Initiated By:	THE FINANCIAL SERVICES AUTHORITY (FSA)
Date Initiated:	07/04/2008
Docket/Case Number:	
Principal Product Type:	Other
Other Product Type(s):	CREDIT DEFAULT SWAP INDEX AND TRANCHE PRODUCTS
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	12/15/2009
Sanctions Ordered:	Monetary/Fine $7,000,000.00
Other Sanctions Ordered:	THE 7,000,000.00 MILLION WAS IN POUND STERLING
Sanction Details:	TORONTO DOMINION BREACHED PRINCIPLE 2 BY FAILING TO CONDUCT ITS BUSINESS WITH DUE SKILL,CARE AND DILIGENCE AND PRINCIPLE 3 BY FAILING TO TAKE REASONABLE CARE TO ORGANIZE ANDCONTROL ITS AFFAIRS RESPONSIBLY AND EFFECTIVELY, WITH ADEQUATE RISK MANAGEMENT SYSTEMS.THE BREACHES ARISE FROM SERIOUS FAILINGS IN THE SYSTEMS AND CONTROLS CONCERNING TRADINGBOOK PRICING AND MARKING WITH THE CREDIT PRODUCTS GROUP BUSINESS ("CPG")

	OF TORONTO DOMINION
Firm Statement	ON DECEMBER 15, 2009 PURSUANT TO SECTION 206 THE FINANCIAL SERVICES AND MARKETS ACT 2000, THEFSA IMPOSED A FINANCIAL PENALTY OF 7 MILLION POUNDS STERLING ON THE TORONTO DOMINION BANK,LONDON BRANCH ("TORONTO DOMINION") IN RESPECT OF BREACHES OF PRINCIPLE 2 AND PRINCIPLE 3 OFTHE FSA'S PRINCIPLES FOR BUSINESSES WHICH OCCURRED BETWEEN JULY 2006 AND JUNE 2008 ("THERELEVANT PERIOD"). TORONTO DOMINION BREACHED PRINCIPLE 2 BY FAILING TO CONDUCT ITS BUSINESSWITH DUE SKILL, CARE AND DILIGENCE AND PRINCIPLE 3 BY FAILING TO TAKE REASONABLE CARE TOORGANIZE AND CONTROL ITS AFFAIRS RESPONSIBLY AND EFFECTIVELY, WITH ADEQUATE RISK MANAGEMENTSYSTEMS. THE BREACHES ARISE FROM SERIOUS FAILINGS IN THE SYSTEMS AND CONTROLS CONCERNINGTRADING BOOK PRICING AND MARKING WITH THE CREDIT PRODUCTS GROUP BUSINESS ("CPG") OF TORONTODOMINION. COMPLETE DETAILS OF THE MATTER, INCLUDING THE FINAL NOTICE, MAY BE FOUND ON THE FSAWEBISTE: HTTP://WWW.FSA.GOV.UK/PUBS/FINAL/TORONTO_DOMINION.PDF

Disclosure 2 of 13

Reporting Source:	Firm
Affiliate:	THE TORONTO-DOMINION BANK, LONDON BRANCH
Current Status:	Final
Allegations:	THE FSA ALLEGED THAT TD BANK BREACHED THE REQUIREMENTS OF PRINCIPLE 3 OF THE FSA'S PRINCIPLESOF BUSINESS BY FAILING TO TAKE REASONABLE CARE TO ORGANIZE AND CONTROL ITS AFFAIRS WITHADEQUATE RISK MANAGEMENT SYSTEMS IN RELATION TO THE CONTROLS OF A FINANCIAL FUTURES TRADINGBOOK IN LONDON. THIS FACILITATED A SENIOR FIXED INCOME TRADER TO MISMARK POSITIONS FROM EARLY2005 UNTIL MARCH 2007 AND TO BOOK FICTITIOUS TRADES DURING THE PERIOD FEB 26, 2007 UNTIL MARCH9, 2007. THE FSA IDENTIFIED THREE MAIN SYSTEM AND CONTROL FAILINGS IN RELATION TO THE TRADINGACTIVITY IN THIS TRADING BOOK. THESE WERE (I) ABSENSE OF SYSTEMS AND CONTROLS ENSURINGINDEPENDENT PRICE VERIFICATION WAS PERFORMED ON THE TRADER'S BOOK; (II) FAILURE TO IMPLEMENTEFFECTIVE TRADE BREAK ESCALATION PROCEDURES IN CONNECTION WITH THE TRADER'S BOOK; AND (III)THE LACK OF EFFECTIVE TRADING SUPERVISION IN CONNECTION WITH THE TRADER'S BOOK.
Initiated By:	THE FINANCIAL SERVICES AUTHORITY

Date Initiated:	03/12/2007
Docket/Case Number:	
Principal Product Type:	Futures - Financial
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	11/12/2007
Sanctions Ordered:	Monetary/Fine $490,000.00
Other Sanctions Ordered:	THE 490,000 FINE WAS IN GBP.
Sanction Details:	A FINANCIAL PENALTY OF 490,000 GBP WAS IMPOSED ON TD BANK. THIS AMOUNT TAKES INTO ACCOUNT A30% DISCOUNT UNDER THE FSA'S EXECUTIVE SETTLEMENT PROCEDURES FOR AGREEING TO SETTLE AT ANEARLY STAGE OF THE INVESTIGATION.
Firm Statement	TD BANK BROUGHT THE MISCONDUCT TO THE ATTENTION OF THE FSA AS SOON AS PRACTICABLE AFTERLEARNING OF IT AND COMMISSIONED AN INTERNAL INVESTIGATION INTO THE MATTER. TD BANK HASRESPONDED TO THE FAILINGS IDENTIFIED BY IMPLEMENTING TRADE VERIFICATION AND RECONCILIATIONPROCESSES, TRAINING ON FRAUD SCENARIOS, AND ENHANCING SUPERVISION OF STAFF. THE FINANCIALPENALTY WILL BE PAID IN FULL BY NOVEMBER 30, 2007. THE FINAL NOTICE MAY BE FOUND AT:HTTP://WWW.FSA.GOV.UK/PUBS/FINAL/TORONTO_DOMINION_BANK.PDF

Disclosure 3 of 13

Reporting Source:	Firm
Affiliate:	TORONTO-DOMINION BANK (TD BANK)
Current Status:	Final
Allegations:	ACIVIL MONETARY PENALTY (THE "FRB ORDER") ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS,THE DIRECT PARENT OF TDBUSH AND THE ULTIMATE U.S. HOLDING COMPANY FOR TD BANK'S U.S.OPERATIONS, UNDER SECTIONS 8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT. THE FRBORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION;(II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE

	GOVERNANCE, BOARD AND U.S.MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMITCOMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;.(V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AMLPROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OFTHE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII)NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRBORDER AMOUNTS TO $123.5 MILLION.
Initiated By:	BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM (FEDERAL RESERVE BOARD)
Date Initiated:	10/09/2024
Docket/Case Number:	24-027-B-FB, 24-027-CMP-FB, 24-027-B-HC, 24-027-CMP-HC
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	UNDERTAKING
Resolution:	Consent
Resolution Date:	10/09/2024
Sanctions Ordered:	Monetary/Fine $123,500,000.00
Other Sanctions Ordered:	THE FRB ORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEEREMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE GOVERNANCE,BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATIONOFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCEFUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENTOF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES,OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCESTO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT.
Sanction Details:	THE ORDER REQUIRED THE PARTIES TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF $123.5 MILLION,WHICH WAS PAID ON OCTOBER 10, 2024.

Firm Statement	THE FEDERAL RESERVE BOARD ENTERED A CEASE-AND-DESIST ORDER AND ORDER OF ASSESSMENT OF ACIVIL MONETARY PENALTY ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS, UNDER SECTIONS8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT, REQUIRING TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THEEFFECTIVENESS OF CORPORATE GOVERNANCE, BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFINGNEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDERELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENTCONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYINGDIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THATTDBNA HAVE SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEESINVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRB ORDER AMOUNTS TO$123.5 MILLION.

Reporting Source:	Firm
Affiliate:	TD BANK U.S HOLDING COMPANY (TD BUSH)
Current Status:	Final
Allegations:	ACIVIL MONETARY PENALTY (THE "FRB ORDER") ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS,THE DIRECT PARENT OF TDBUSH AND THE ULTIMATE U.S. HOLDING COMPANY FOR TD BANK'S U.S.OPERATIONS, UNDER SECTIONS 8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT. THE FRBORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION;(II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE GOVERNANCE, BOARD AND U.S.MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMITCOMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;.(V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AMLPROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OFTHE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII)NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRBORDER AMOUNTS TO $123.5 MILLION.
Initiated By:	BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM (FEDERAL RESERVE BOARD)

Date Initiated:	10/09/2024
Docket/Case Number:	24-027-B-FB, 24-027-CMP-FB, 24-027-B-HC, 24-027-CMP-HC
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	UNDERTAKING
Resolution:	Consent
Resolution Date:	10/09/2024
Sanctions Ordered:	Monetary/Fine $123,500,000.00
Other Sanctions Ordered:	THE FRB ORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEEREMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE GOVERNANCE,BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATIONOFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCEFUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENTOF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES,OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCESTO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT.
Sanction Details:	THE ORDER REQUIRED THE PARTIES TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF $123.5 MILLION,WHICH WAS PAID ON OCTOBER 10, 2024.
Firm Statement	THE FEDERAL RESERVE BOARD ENTERED A CEASE-AND-DESIST ORDER AND ORDER OF ASSESSMENT OF ACIVIL MONETARY PENALTY ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS, UNDER SECTIONS8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT, REQUIRING TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THEEFFECTIVENESS OF CORPORATE GOVERNANCE, BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFINGNEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDERELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENTCONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYINGDIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THATTDBNA HAVE

SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEESINVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRB ORDER AMOUNTS TO$123.5 MILLION.

Reporting Source:	Firm
Affiliate:	TD GROUP U.S. HOLDINGS, LLC (TDGUS)
Current Status:	Final
Allegations:	ACIVIL MONETARY PENALTY (THE "FRB ORDER") ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS,THE DIRECT PARENT OF TDBUSH AND THE ULTIMATE U.S. HOLDING COMPANY FOR TD BANK'S U.S.OPERATIONS, UNDER SECTIONS 8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT. THE FRBORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION;(II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE GOVERNANCE, BOARD AND U.S.MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMITCOMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;.(V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AMLPROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OFTHE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII)NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRBORDER AMOUNTS TO $123.5 MILLION.
Initiated By:	BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM (FEDERAL RESERVE BOARD)
Date Initiated:	10/09/2024
Docket/Case Number:	24-027-B-FB, 24-027-CMP-FB, 24-027-B-HC, 24-027-CMP-HC
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	UNDERTAKING
Resolution:	Consent
Resolution Date:	10/09/2024

Sanctions Ordered:	Monetary/Fine $123,500,000.00
Other Sanctions Ordered:	THE FRB ORDER REQUIRES TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEEREMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THE EFFECTIVENESS OF CORPORATE GOVERNANCE,BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFING NEEDS; (III) ESTABLISH A U.S. REMEDIATIONOFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDE RELOCATION OF BSA AND AML COMPLIANCEFUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENT CONSULTANT TO CONDUCT AN ASSESSMENTOF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYING DIVIDENDS OR BUYING BACK SHARES,OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THAT TDBNA HAVE SUFFICIENT RESOURCESTO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEES INVOLVED IN MISCONDUCT.
Sanction Details:	THE ORDER REQUIRED THE PARTIES TO PAY A CIVIL MONEY PENALTY IN THE AMOUNT OF $123.5 MILLION,WHICH WAS PAID ON OCTOBER 10, 2024.
Firm Statement	THE FEDERAL RESERVE BOARD ENTERED A CEASE-AND-DESIST ORDER AND ORDER OF ASSESSMENT OF ACIVIL MONETARY PENALTY ON OCTOBER 9, 2024 AGAINST TD BANK, TDBUSH AND TD GUS, UNDER SECTIONS8(B) AND 8(I)(2)(B) OF THE FEDERAL DEPOSIT INSURANCE ACT, REQUIRING TD BANK, TDBUSH AND TDGUS TO (I) SUBMIT WRITTEN PLANS TO OVERSEE REMEDIATION; (II) RETAIN A THIRD PARTY TO ASSESS THEEFFECTIVENESS OF CORPORATE GOVERNANCE, BOARD AND U.S. MANAGEMENT STRUCTURE, AND STAFFINGNEEDS; (III) ESTABLISH A U.S. REMEDIATION OFFICE; (IV) SUBMIT COMPLIANCE PROGRAMS THAT INCLUDERELOCATION OF BSA AND AML COMPLIANCE FUNCTIONS TO THE U.S;. (V) TO APPOINT AN INDEPENDENTCONSULTANT TO CONDUCT AN ASSESSMENT OF THE BSA AND AML PROGRAMS; (VI) PRIOR TO PAYINGDIVIDENDS OR BUYING BACK SHARES, OBTAINING THE CERTIFICATION OF THE BOARD OF DIRECTORS THATTDBNA HAVE SUFFICIENT RESOURCES TO CONDUCT REMEDIATION; AND (VII) NOT RE-HIRE EMPLOYEESINVOLVED IN MISCONDUCT. THE CIVIL MONEY PENALTY ASSOCIATED WITH THE FRB ORDER AMOUNTS TO$123.5 MILLION.

Disclosure 4 of 13

Reporting Source:	Firm
Affiliate:	THE TORONTO DOMINION BANK
Current Status:	Final
Allegations:	ON SEPTEMBER 12, 2025, THE CHICAGO MERCANTILE EXCHANGE ("CME") MADE FINDINGS INVOLVING THETORONTO-DOMINION BANK ("TD") RELATED TO A TRANSACTION EFFECTED ON THE CHICAGO BOARD OF

	TRADE("CBOT") IN JUNE 2023. THE CME DETERMINED THAT THE TRANSACTION WAS EXECUTED IN ORDER TOTRANSFER A FUTURES POSITION BETWEEN ACCOUNTS WITH COMMON BENEFICIAL OWNERSHIP IN VIOLATIONOF CBOT RULES 534 AND 538.C. WITHOUT ADMITTING OR DENYING ANY VIOLATIONS OR FACTUAL FINDINGS,TD CONSENTED TO THE ENTRY OF FINDINGS BY THE CME. TD PAID THE FINE ON SEPTEMBER 18, 2025.
Initiated By:	CHICAGO MERCANTILE EXCHANGE
Date Initiated:	09/12/2025
Docket/Case Number:	CBOT 24-1744-BC
Principal Product Type:	Futures - Commodity
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	FINR OF $25,000
Resolution:	Settled
Resolution Date:	09/12/2025
Sanctions Ordered:	Monetary/Fine $25,000.00
Other Sanctions Ordered:	N/A
Sanction Details:	N/A
Firm Statement	ON SEPTEMBER 12, 2025, THE CHICAGO MERCANTILE EXCHANGE ("CME") MADE FINDINGS INVOLVING THETORONTO-DOMINION BANK ("TD") RELATED TO A TRANSACTION EFFECTED ON THE CHICAGO BOARD OF TRADE("CBOT") IN JUNE 2023. THE CME DETERMINED THAT THE TRANSACTION WAS EXECUTED IN ORDER TOTRANSFER A FUTURES POSITION BETWEEN ACCOUNTS WITH COMMON BENEFICIAL OWNERSHIP IN VIOLATIONOF CBOT RULES 534 AND 538.C. WITHOUT ADMITTING OR DENYING ANY VIOLATIONS OR FACTUAL FINDINGS,TD CONSENTED TO THE ENTRY OF FINDINGS BY THE CME. TD PAID THE FINE ON SEPTEMBER 18, 2025.

Disclosure 5 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE CANADA INC.

Current Status:	Final
Allegations:	TDWC PERMITTED CLIENTS TO TRADE IN ISSUERS IN VIOLATION OF A CEASE-TRADE ORDER IMPOSED BY BCSC
Initiated By:	BRITISH COLUMBIA SECURITIES COMMISSION (BCSC)
Date Initiated:	05/07/2010
Docket/Case Number:	
Principal Product Type:	Equity - OTC
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	05/27/2011
Sanctions Ordered:	Monetary/Fine $30,000.00
Other Sanctions Ordered:	IN A SETTLEMENT AGREEMENT A $30,000.00 FINE WAS PAID BY TDWC
Sanction Details:	TDWC ENTERED INTO A SETTLEMENT AGREEMENT WITH THE BCSC WHICH ACKNOWLEDGED TDWC HAD PERMITTED CLIENTS TO TRADE IN ISSUERS IN VIOLATION OF A CEASE-TRADE ORDER (CTO) IMPOSED BY THE BCSC.
Firm Statement	A $30,000.00 FINE WAS PAID BY TDWC, IN ADDITION TDWC HAS UNDERTAKEN TO ENSURE THAT NO CLIENT WHO PURCHASED A SECURITY IN BREACH OF CTO WILL SUFFER A LOSS.

Disclosure 6 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC.
Current Status:	Final
Allegations:	AT THE AUTORITE DES MARCHES FINANCIERS'S (AMF) REQUEST, THE BUREAU DE DECISION ET DE REVISIONEN VALEURS MOBILIERES (BDRVM) ISSUED A DECISION ON APRIL 4, 2008 IMPOSING AN ADMINISTRATIVE PENALTY OF $1500 ON TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC. FOR FAILING TO RETURN INFORMATION AND DOCUMENTS REQUESTED BY THE AMF WITHIN THE PRESCRIBED TIME PERIOD (MORE

THAN 3 MONTHS), NAMELY, A DULY COMPLETED RISK EVALUATION QUESTIONNAIRE, THEREBY VIOLATING SECTION 237 ON THE SECURITIES ACT (THE "ACT")

Initiated By:	AUTORITE DES MARCHES FINANCIERS'S (AMF)
Date Initiated:	04/04/2008
Docket/Case Number:	
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	04/04/2008
Sanctions Ordered:	Monetary/Fine $1,500.00
Other Sanctions Ordered:	
Sanction Details:	AT THE AUTORITE DES MARCHES FINANCIERS'S (AMF) REQUEST, THE BUREAU DE DECISION ET DE REVISIONEN VALEURS MOBILIERES (BDRVM) ISSUED A DECISION ON APRIL 4, 2008 IMPOSING AN ADMINISTRATIVE PENALTY OF $1500 ON TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC. FOR FAILING TO RETURN INFORMATION AND DOCUMENTS REQUESTED BY THE AMF WITHIN THE PRESCRIBED TIME PERIOD (MORE THAN 3 MONTHS), NAMELY, A DULY COMPLETED RISK EVALUATION QUESTIONNAIRE, THEREBY VIOLATING SECTION 237 ON THE SECURITIES ACT (THE "ACT")
Firm Statement	AT THE AUTORITE DES MARCHES FINANCIERS'S (AMF) REQUEST, THE BUREAU DE DECISION ET DE REVISIONEN VALEURS MOBILIERES (BDRVM) ISSUED A DECISION ON APRIL 4, 2008 IMPOSING AN ADMINISTRATIVE PENALTY OF $1500 ON TD WATERHOUSE PRIVATE INVESTMENT COUNSEL INC. FOR FAILING TO RETURN INFORMATION AND DOCUMENTS REQUESTED BY THE AMF WITHIN THE PRESCRIBED TIME PERIOD (MORE THAN 3 MONTHS), NAMELY, A DULY COMPLETED RISK EVALUATION QUESTIONNAIRE, THEREBY VIOLATING SECTION 237 ON THE SECURITIES ACT (THE "ACT")

Disclosure 7 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE CANADA INC.
Current Status:	Final
Allegations:	ON JULY 31, 2008 TD WATERHOUSE CANADA INC., PRIVATE INVESTMENT ADVICE DIVISION ("TDW") WAS FINED $2,000,000 PLUS $50,000 TOWARDS INVESTIGATIVE COSTS BY IIROC FOR FACILITATING PURCHASES OF CERTAIN HEDGE FUNDS IN CLIENT ACCOUNTS WITHOUT ENSURING THAT CLIENTS WERE ACCREDITED INVESTORS PURSUANT TO THE RELEVANT PROSPECTUS EXEMPTION, AND FAILING TO ESTABLISH AND MAINTAIN ALTERNATIVE INVESTMENT REVIEW OR APPROVAL PROCEDURES AND FAILING TO ESTABLISH AND MAINTAIN SUFFICIENT TRAINING AND GUIDANCE TO ITS APPROVED PERSONS. TDW HAD VOLUNTARILY COMPENSATED IMPACTED CLIENTS. COMPLETE DETAILS OF THE MATTER, INCLUDING THE SETTLEMENT AGREEMENT, MAY BE FOUND ON THE IIROC'S WEBSITE: HTTP://WWW.IIROC.CA/ENGLISH/PAGES/HOME.ASPX
Initiated By:	INVESTMENT INDUSTRY REGULATORY ORGANIZATION OF CANADA (IIROC)
Date Initiated:	04/01/2006
Docket/Case Number:	08-0042
Principal Product Type:	Mutual Fund(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	07/31/2008
Sanctions Ordered:	Monetary/Fine $2,000,000.00
Other Sanctions Ordered:	50000 ADDITIONAL TOWARDS INVESTIGATIVE COSTS BY THE INVESTMENT INDUSTRY REGULATORY ORGANIZATION OF CANADA ("IIROC")
Sanction Details:	FINE $2,000,000 PLUS $50,000 INVESTIGATIVE COSTS. TDW HAD VOLUNTARILY COMPENSATED IMPACTED CLIENTS. COMPLETE DETAILS OF THE MATTER, INCLUDING THE SETTLEMENT AGREEMENT, MAY BE FOUND ON THE IIROC'S WEBSITE: HTTP://WWW.IIROC.CA/ENGLISH/PAGES/HOME.ASPX
Firm Statement	ON JULY 31, 2008 TD WATERHOUSE CANADA INC., PRIVATE INVESTMENT ADVICE DIVISION ("TDW") WAS FINED $2,000,000 PLUS $50,000 TOWARDS

INVESTIGATIVE COSTS BY IIROC FOR FACILITATING PURCHASES OF CERTAIN HEDGE FUNDS IN CLIENT ACCOUNTS WITHOUT ENSURING THAT CLIENTS WERE ACCREDITED INVESTORS PURSUANT TO THERELEVANT PROSPECTUS EXEMPTION, AND FAILING TO ESTABLISH AND MAINTAIN ALTERNATIVE INVESTMENT REVIEW OR APPROVAL PROCEDURES AND FAILING TO ESTABLISH AND MAINTAIN SUFFICIENT TRAINING AND GUIDANCE TO ITS APPROVED PERSONS. TDW HAS VOLUNTARILY COMPENSATED IMPACTED CLIENTS. COMPLETE DETAILS OF THE MATTER, INCLUDING THE SETTLEMENT AGREEMENT, MAY BE FOUND ON THE IIROC'S WEBSITE: HTTP://WWW.IIROC.CA/ENGLISH/PAGES/HOME.ASPX

Disclosure 8 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE CANADA INC.
Current Status:	Final
Allegations:	TDWC WAS FINED $25,000 PLUS $8,500 IN COSTS FOR, IN THE PERIOD JANUARY TO SEPTEMBER 2006 FAILING TO HAVE WRITTEN PROCEDURES AND SYSTEMS IN PLACE TO REVIEW CUSTOMER TRADING AND ACCOUNTS IN RELATION TO THE RECEIPT OF SPECULATIVE OVER-THE-COUNTER SECURITIES AND THE DETECTION OF SUSPICIOUS ACTIVITY, CONTRARY TO ASSOCIATION POLICY 9. REFERENCE NUMBER 08-0034ON IIROC SEE HTTP://DOCS.IIROC.CA/DISPLAYDOCUMENT.ASPX?DOCUMENTID=94D9DEBEDD8B42A29A8598162AE11470&LANGUAGE=EN FOR ADDITIONAL INFORMATION
Initiated By:	INVESTMENT INDUSTRY REGULATORY ORGANIZATION OF CANADA (IIROC)
Date Initiated:	04/06/2006
Docket/Case Number:	
Principal Product Type:	Equity - OTC
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	06/25/2008
Sanctions Ordered:	Monetary/Fine $33,500.00

Other Sanctions Ordered:	
Sanction Details:	TDWC WAS FINED $25,000 PLUS $8,500 IN COSTS FOR, IN THE PERIOD JANUARY TO SEPTEMBER 2006 FAILING TO HAVE WRITTEN PROCEDURES AND SYSTEMS IN PLACE TO REVIEW CUSTOMER TRADING AND ACCOUNTS IN RELATION TO THE RECEIPT OF SPECULATIVE OVER-THE-COUNTER SECURITIES AND THE DETECTION OF SUSPICIOUS ACTIVITY, CONTRARY TO ASSOCIATION POLICY 9. REFERENCE NUMBER 08-0034 ON IIROC SEE HTTP://DOCS.IIROC.CA/DISPLAYDOCUMENT.ASPX?DOCUMENTID=94D9DEBEDD8B42A29A8598162AE11470&LANGUAGE=EN FOR ADDITIONAL INFORMATION
Firm Statement	TDWC WAS FINED $25,000 PLUS $8,500 IN COSTS FOR, IN THE PERIOD JANUARY TO SEPTEMBER 2006 FAILING TO HAVE WRITTEN PROCEDURES AND SYSTEMS IN PLACE TO REVIEW CUSTOMER TRADING AND ACCOUNTS IN RELATION TO THE RECEIPT OF SPECULATIVE OVER-THE-COUNTER SECURITIES AND THE DETECTION OF SUSPICIOUS ACTIVITY, CONTRARY TO ASSOCIATION POLICY 9. REFERENCE NUMBER 08-0034 ON IIROC SEE HTTP://DOCS.IIROC.CA/DISPLAYDOCUMENT.ASPX?DOCUMENTID=94D9DEBEDD8B42A29A8598162AE11470&LANGUAGE=EN FOR ADDITIONAL INFORMATION

Disclosure 9 of 13

Reporting Source:	Firm
Affiliate:	TD SECURITIES INC.
Current Status:	Final
Allegations:	FOR THE PERIOD 12/03 THRU 01/05 TDSI FAILED TO 1)ORGANIZE ITS TRADING, SUPERVISIOIN AND COMPLIANCE SYSTEM TO MONITOR ORDER ENTRY AND TRADE EXECUTION ON CNQ; 2)FULFILL ITS BEST EXECUTION AND ORDER EXPOSURE OBLIGATIONS; 3)PROVIDE ADEQUATE TECHNOLOGICAL SUPPORT FOR TRADING OVERSIGHT AND 4)COMPLY WITH MRS AUDIT TRAIL OBLIGATIONS.
Initiated By:	MARKET REGULATION SERVICES (MRS)
Date Initiated:	10/05/2004
Docket/Case Number:	
Principal Product Type:	Equity Listed (Common & Preferred Stock)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other

Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	07/05/2006
Sanctions Ordered:	Monetary/Fine $430,000.00
Other Sanctions Ordered:	
Sanction Details:	TDSI WAS FINED CANADIAN $350000 + $80000 IN COSTS FOR A TOTAL MONETARY AMOUNT OF $430000.00
Firm Statement	TDSI WAS SANCTIONED WITH MONETARY FINE CANADIAN $350000 + 80000 IN COSTS.

Disclosure 10 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE CANADA INC.
Current Status:	Final
Allegations:	FIRM FAILED TO COMPLY WITH ITS SUITABILITY OBLIGATION TO THEIR CLIENTS CONTRARY TO THE ONTARIO SECURITIES RULE 31-505; SECTION 1.5 AND THAT FIRM FAILED TO COMPLY WITH ITS OBLIGATION TO DEAL WITH THEIR CLIENTS FAIRLY BY FAILING TO DISCLOSE TO THE CLIENTS THE 7% COMMISSIONS THAT WERE PAID TO FIRM CONTRARY TO THE ONTARIO SECURITIES RULE 31-505; SECTION 2.1(2)
Initiated By:	ONTARIO SECURITIES COMMISSION
Date Initiated:	05/02/2002
Docket/Case Number:	
Principal Product Type:	Other
Other Product Type(s):	RRSP - REGISTERE RETIREMENT SAVINGS PLAN
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	09/30/2005

Sanctions Ordered:	Monetary/Fine $375,000.00
Other Sanctions Ordered:	RESTITUTION, REPRIMAND, C$250,000.00 SETTLEMENT PAYMENT AND C$125,000.00 IN COMMISSION COSTS.
Sanction Details:	REPRIMAND AND RESTITUTION, SETTLEMENT AND COMMISSION COSTS.
Firm Statement	FIRM WILL PROVIDE A LETTER OF COMFORT TO CONFIRM NEW PRACTICES AND PROCEDURES HAVE BEEN IMPLEMENTED.

Disclosure 11 of 13

Reporting Source:	Firm
Affiliate:	TD SECURITIES INC.
Current Status:	Final
Allegations:	TD SECURITIES INC. BREACHED TWO REGULATORY POVISIONS 1) FAILED TO ESTABLISH AND/OR MAINTAIN INTERNAL CONTROLS AND 2) ENGAGED IN A CONDUCT INCONSISTENT WITH JUST AND EQUITABLE PRINCIPLES OF TRADE BY FAILING TO ENSURE APPROPIATE SUPERVISION.
Initiated By:	BOURSE DE MONTREAL INC.
Date Initiated:	03/12/2004
Docket/Case Number:	
Principal Product Type:	Derivative(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	12/17/2004
Sanctions Ordered:	Monetary/Fine $175,000.00
Other Sanctions Ordered:	ADDITIONAL REIMBURSEMENT OF COSTS IN THE AMOUNT OF CAD 64,187.50.
Sanction Details:	FORMAL SETTLEMENT REACHED REGARDING A FUTURES INVESTIGATION. FIRM WAS FINED $C175,000.00 AND REIMBURSEMENT COSTS OF $C64,187.50
Firm Statement	SAME AS ABOVE.

Disclosure 12 of 13

Reporting Source:	Firm
Affiliate:	TD WATERHOUSE CANADA INC.
Current Status:	Final
Allegations:	TD WATERHOUSE CANADA INC. FAILED TO IMPLEMENT SUPERVISORY SYSTEMS TO DETECT AND PREVENT POTENTIALLY HARMFUL MUTUAL FUND MARKET TIMING TRADES.
Initiated By:	INVESTMENT DEALERS ASSOCIATION OF CANADA
Date Initiated:	11/30/2004
Docket/Case Number:	
Principal Product Type:	Mutual Fund(s)
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Other
Other Sanction(s)/Relief Sought:	MONETARY FINE
Resolution:	Settled
Resolution Date:	12/16/2004
Sanctions Ordered:	Monetary/Fine $20,700,000.00
Other Sanctions Ordered:	TD WATERHOUSE CANADA INC. AGREED WITH IDA THAT TDW FAILED TO IMPLEMENT SUPERVISORY SYSTEMS TO DETECT AND PREVENT POTENTIALLY HARMFUL MUTUAL FUND MARKET TIMING TRADES. TDW DISGORGED GROSS REVENUE OF $C10,324,357 PAID A FINE IN SAME AMOUNT AND PAID COST OF$C50,000.00 (ALL CANADIAN DOLLARS)
Sanction Details:	TDW DISGORGED GROSS REVENUE OF $C10,324,357 PAID A FINE IN SAME AMOUNT AND PAID COST OF $C50,000.00 (ALL CANADIAN DOLLARS)
Firm Statement	BETWEEN JANUARY 2002 AND DECEMBER 2003 (RELEVANT PERIOD) TDW EXECUTED POTENTIALLY HARMFUL MARKET TIMING ACTIVITIES.

Disclosure 13 of 13

Reporting Source:	Firm

Affiliate:	TD SECURITIES INC.
Current Status:	Final
Allegations:	ALLEGED TD SECURITIES INC. ACTED CONTRARY TO THE PUBLIC INTEREST. GRAFTON GLOBAL MANAGEMENT LTD. MADE CLIENT INVESTMENTS THROUGH TD SECURITIES AND TD SECURITIES ACKNOWLEDGED THAT THE INVESTMENTS MAY NOT HAVE BEEN SUITABLE FOR SOME OF THE CLIENTS.
Initiated By:	BRITISH COLUMBIA SECURITIES COMMISSION
Date Initiated:	10/28/2004
Docket/Case Number:	
Principal Product Type:	Other
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	
Other Sanction(s)/Relief Sought:	
Resolution:	Settled
Resolution Date:	10/28/2004
Sanctions Ordered:	Monetary/Fine $50,000.00
Other Sanctions Ordered:	
Sanction Details:	MONETARY/FINE OF $50,000.

Civil - Final

Disclosure 1 of 1

Reporting Source:	Firm
Affiliate:	THE TORONTO-DOMINION BANK
Current Status:	Final
Allegations:	ACTION BROUGHT BY THE SECURITIES & EXCHANGE COMMISSION AGAINST THE TORONTO-DOMINION BANK FOR ALLEGEDLY VIOLATING REGULATION U AND AGAINST THE TORONTO DOMINION BANK TRUST CO. FOR ALLEGEDLY AIDING AND ABETTING ANY VIOLATIONS OF REGULATION X.
Initiated By:	SECURITIES & EXCHANGE COMMISSION (SEC)
Court Details:	US DISTRICT COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, NEW YORK, NY. DOCKET/CASE NUMBER: 89CIV. 5242
Date Court Action Filed:	08/02/1989
Principal Product Type:	Other
Other Product Types:	MARGIN
Relief Sought:	Injunction
Other Relief Sought:	
Resolution:	Settled
Resolution Date:	09/25/1989
Sanctions Ordered or Relief Granted:	Cease and Desist/Injunction
Other Sanctions:	ON 09/25/1989 PERMANAENT INJUNCTIONS WERE ENTERED AGAINST THE TORONTO-DOMINION BANK AND THE TORONTO DOMINION BANK TRUST CO.
Sanction Details:	THE FINAL JUDGMENT ORDERED THAT I)TD ESTABLISH A SECURITIES CREDIT COMPLIANCE COMMITTEE RESPONSIBLE FOR REVIEWING REG U & REG X, II)ESTABLISH FORMAL TRAINING PROGRAM EMPHASIZING REG U, III)PROVIDE RELEVANT PERSONNEL WRITTEN POLICIES & PROCEDURES CONCERNING THE DETECTION OF POTENTIAL REG U & X VIOLATIONS, IV)INDEPENDENT OUTSIDE AUDIT, V) CLEAR ITS SECURITIES THROUGH TD TRUST OR SEC REGISTERED BROKER-DEALER. ON 08/02/1996 THE SEC AGREED TO VARY THE INJUNCTION ON THE BASIS THAT IS IS NO LONGER IN PUBLIC INTEREST TO CONTINUE THAT PART OF THE INJUNCTION THAT TD CONDUCT ITS SECURITIES CLEARANCE BUSINESS WITHIN THE USA EXCLUSIVELY THROUGH TD TRUST OR

	THROUGH A SEC REGISTERED BROKER-DEALER THAT IS NOT AFFILIATED IN ANY MANNER WITH TD.
Firm Statement	THESE INJUNCTIONS WERE CONSENTED TO BY THE TORONTO-DOMINION BANK AND THE TORONTO DOMINION BANK TRUST CO. IN SETTLEMENT OF THE ACTION BROUGHT AGAINST THEM. IN THE CONTEXT OF SUCH SETTLEMENT, NEITHER THE TORONTO-DOMINION BANK NOR THE TORONTO DOMINION BANK TRUST CO. ADMITTED OR DENIED THE ALLEGATIONS MADE BY THE SECURITIES & EXCHANGE COMMISSION IN SUCH LITIGATION. TO DATE TD STILL OPERATES PURSUANT TO THE INJUNCTION.

Reporting Source:	Firm
Affiliate:	TORONTO DOMINION BANK TRUST CO.
Current Status:	Final
Allegations:	ACTION BROUGHT BY THE SECURITIES & EXCHANGE COMMISSION AGAINST THE TORONTO-DOMINION BANK FOR ALLEGEDLY VIOLATING REGULATION U AND AGAINST THE TORONTO DOMINION BANK TRUST CO. FOR ALLEGEDLY AIDING AND ABETTING ANY VIOLATIONS OF REGULATION X.
Initiated By:	SECURITIES & EXCHANGE COMMISSION (SEC)
Court Details:	US DISTRICT COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, NEW YORK, NY. DOCKET/CASE NUMBER: 89CIV. 5242
Date Court Action Filed:	08/02/1989
Principal Product Type:	Other
Other Product Types:	MARGIN
Relief Sought:	Injunction
Other Relief Sought:	
Resolution:	Settled
Resolution Date:	09/25/1989
Sanctions Ordered or Relief Granted:	Cease and Desist/Injunction
Other Sanctions:	ON 09/25/1989 PERMANAENT INJUNCTIONS WERE ENTERED AGAINST THE TORONTO-DOMINION BANK AND THE TORONTO DOMINION BANK TRUST CO.
Sanction Details:	THE FINAL JUDGMENT ORDERED THAT I)TD ESTABLISH A SECURITIES

CREDIT COMPLIANCE COMMITTEE RESPONSIBLE FOR REVIEWING REG U & REG X, II)ESTABLISH FORMAL TRAINING PROGRAM EMPHASIZING REG U, III)PROVIDE RELEVANT PERSONNEL WRITTEN POLICIES & PROCEDURES CONCERNING THE DETECTION OF POTENTIAL REG U & X VIOLATIONS, IV)INDEPENDENT OUTSIDE AUDIT, V) CLEAR ITS SECURITIES THROUGH TD TRUST OR SEC REGISTERED BROKER-DEALER. ON 08/02/1996 THE SEC AGREED TO VARY THE INJUNCTION ON THE BASIS THAT IS IS NO LONGER IN PUBLIC INTEREST TO CONTINUE THAT PART OF THE INJUNCTION THAT TD CONDUCT ITS SECURITIES CLEARANCE BUSINESS WITHIN THE USA EXCLUSIVELY THROUGH TD TRUST OR THROUGH A SEC REGISTERED BROKER-DEALER THAT IS NOT AFFILIATED IN ANY MANNER WITH TD.

Firm Statement	THESE INJUNCTIONS WERE CONSENTED TO BY THE TORONTO-DOMINION BANK AND THE TORONTO DOMINION BANK TRUST CO. IN SETTLEMENT OF THE ACTION BROUGHT AGAINST THEM. IN THE CONTEXT OF SUCH SETTLEMENT, NEITHER THE TORONTO-DOMINION BANK NOR THE TORONTO DOMINION BANK TRUST CO. ADMITTED OR DENIED THE ALLEGATIONS MADE BY THE SECURITIES & EXCHANGE COMMISSION IN SUCH LITIGATION. TO DATE TD STILL OPERATES PURSUANT TO THE INJUNCTION.

End of Report

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